



CHFP041

COMPANIES FORM No. 395

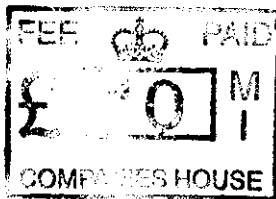
Particulars of a mortgage or charge

Pursuant to section 395 of the Companies Act 1985

395

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.Please do not
write in
this marginPlease complete
legibly, preferably
in black type or
bold block
lettering* Insert full name
of companyTo the Registrar of Companies
(Address overleaf - Note 6)

Name of company



For official use Company number

4069786

* GROUNDSTYLE LIMITED

Date of creation of the charge

13th November

2002

Description of the instrument (if any) creating or evidencing the charge (note 2)

DEBENTURE

Amount secured by the mortgage or charge

ALL MONIES AND ALL OBLIGATIONS AND LIABILITIES WHETHER ACTUAL OR CONTINGENT NOW OR HEREAFTER DUE OWING OR INCURRED TO THE BANK BY THE COMPANY IN WHATEVER CURRENCY DENOMINATED WHETHER ON ANY BANKING OR OTHER ACCOUNT OR OTHERWISE IN ANY MANNER WHATSOEVER (WHETHER ALONE OR JOINTLY AND IN WHATEVER STYLE NAME OR FORM WHETHER AS PRINCIPAL OR SURETY INCLUDING WITHOUT LIMITATION ALL LIABILITIES IN CONNECTION WITH FOREIGN EXCHANGE TRANSACTIONS ACCEPTING ENDORSING OR DISCOUNTING ANY NOTES OR BILLS OR UNDER BONDS GUARANTEES INDEMNITIES DOCUMENTARY OR OTHER CREDITS OR ANY INSTRUMENTS WHATSOEVER FROM TIME TO TIME ENTERED INTO BY THE BANK FOR OR AT THE REQUEST OF THE COMPANY AND ALL AMOUNTS WHICH MAY BECOME PAYABLE OR FOR WHICH THE COMPANY MAY BECOME LIABLE UNDER THIS DEBENTURE AND TOGETHER WITH INTEREST TO DATE OF PAYMENT AS PROVIDED IN THE DEBENTURE COMMISSIONS FEES AND OTHER CHARGES AND ALL LEGAL AND OTHER COSTS CHARGES EXPENSES INCURRED BY THE BANK OR ANY RECEIVER IN RELATION TO THE COMPANY OR ALL OR ANY PART OF THE PROPERTY ASSETS AND RIGHTS FOR

Names and addresses of the mortgagees or persons entitled to the charge

THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND 36 41 CASTLE STREET
LIVERPOOL

Postcode L2 9SH

Presenter's name, address and
reference (if any):

JST Mackintosh

Colonial ChambersTemple Street L2 5RH

DX 14278 LIVERPOOL 1

For official use

Mortgage section

Post room

A46
COMPANIES HOUSE0602
16/11/02

Time critical reference

RJD/DL/BAN0008/0275

Com 395-1/2

Short particulars of all the property mortgaged or charged

FIRST ALL THE FREEHOLD PROPERTY KNOWN AS 344 WESTON ROAD WESTON COYNEY ST3 6HD AND ALL BUILDINGS STRUCTURES FIXTURES (INCLUDING TRADE FIXTURES) AND FIXED PLANT MACHINERY AND EQUIPMENT FROM TIME TO TIME THEREON
SECONDLY ALL FUTURE FREEHOLD AND LEASEHOLD PROPERTY OF THE COMPANY AND ALL BUILDINGS STRUCTURES FIXTURES (INCLUDING TRADE FIXTURES) AND FIXED PLANT MACHINERY AND EQUIPMENT FROM TIME TO TIME THEREON
THIRDLY ALL PRESENT AND FUTURE GOODWILL AND CONNECTION OF ALL BUSINESSES CARRIED ON BY OR ON BEHALF OF THE COMPANY ANY PATENTS TRADE MARKS COPY RIGHTS REGISTERED DESIGNS AND SIMILAR ASSETS OR RIGHTS FOR THE TIME BEING OWNED OR HELD BY THE COMPANY INCLUDING ALL FEES ROYALTIES AND OTHER RIGHTS DERIVED THEREFROM OR INCIDENTAL THERETO AND ANY UNCALLED CAPITAL FOR THE TIME BEING OF THE COMPANY
FOURTHLY ALL BOOK DEBTS AND OTHER DEBTS AND ALL MONIES WHATSOEVER FOR THE TIME BEING DUE OWING OR PAYABLE TO THE COMPANY (INCLUDING THE BENEFIT OF ANY JUDGMENT OR ORDER TO PAY A SUM OF MONEY) AND THE BENEFIT OF ANY MORTGAGES CHARGES PLEDGES LIENS RIGHTS OF SET OFF OR ANY SECURITY INTEREST WHATSOEVER HOWSOEVER CREATED OR ARISING FOR THE TIME BEING HELD BY THE COMPANY IN RESPECT OF ANY SUCH DEBTS OR MONIES AND ALL CASH DEPOSITS IN ANY ACCOUNT OF THE COMPANY WITH ANY PERSON AND ALL BILLS OF EXCHANGE PROMISSORY NOTES AND NEGOTIABLE INSTRUMENTS OF ANY DESCRIPTION AT ANY

Please do not write in this margin

Please complete legibly, preferably in black type or bold block lettering

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge. (See Note 5)

Particulars as to commission allowance or discount (note 3)

Signed

Date

2002

On behalf of [company] [mortgagee/chargee]*

*Delete as appropriate

Notes.

1. The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
2. A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
3. In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
 - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
 - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
4. If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
5. Cheques and Postal Orders are to be made payable to **Companies House**.
6. The address of the Registrar of Companies is:-

Companies House, Crown Way, Cardiff CF4 3UZ.

**Particulars of a mortgage or charge
(continued)**

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Continuation sheet No 1
to Forms Nos 395 and 410 (Scot)

Company number

4069786

Please complete
legibly, preferably
in black type, or
bold block lettering

Name of company

GROUNDSTYLE LIMITED

Limited*

*Delete if
inappropriate

Description of the instrument creating or evidencing the mortgage or charge (continued) (note 2)

Amount due or owing on the mortgage or charge (continued)

THE TIME BEING COMPRISED IN OR SUBJECT TO THE CHARGES CONTAINED IN THIS DEBENTURE ON A FULL INDEMNITY BASIS AND ALSO ALL LOSSES AND DAMAGES THAT MAY BE SUSTAINED SUFFERED OR INCURRED BY THE BANK ARISING OUT OF OR IN CONNECTION WITH ANY ACT MATTER OR THING DONE OR OMITTED TO BE DONE BY THE COMPANY UNDER THIS DEBENTURE OR ANY DOCUMENT ARRANGEMENT OR AGREEMENT BETWEEN THE COMPANY AND THE BANK OR ANY DISCLAIMER OF ANY OF ITS CONTRACTS AGREEMENTS OR ARRANGEMENTS OR ANY OF ITS LIABILITIES OR OBLIGATIONS TO THE BANK AND ALSO INTEREST ON THE FOREGOING TO THE DATE OF PAYMENT

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- please complete
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- black type, or bold
- block lettering

Short particulars of all the property mortgaged or charged (continued)

Please do not
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margin

Please complete
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bold block
lettering.

ANY TIME OWNED OR HELD BY THE COMPANY
FIFTHLY ALL SHARES AND MARKETABLE SECURITIES AND OPTIONS TO ACQUIRE SUCH
SHARES AND MARKETABLE SECURITIES FOR THE TIME BEING OWNED BY THE COMPANY
AND ALL RIGHTS IN RESPECT OF OR INCIDENTAL THERETO INCLUDING ALL DIVIDENDS
INTEREST AND OTHER DISTRIBUTIONS AND ALL ACCRETIONS BENEFITS ADVANTAGES
SIXTHLY ALL THE RIGHT TITLE AND INTEREST OF THE COMPANY TO AND IN ANY
PROCEEDS OF ANY PRESENT OR FUTURE INSURANCES
SEVENTHLY THE UNDERTAKING AND ALL OTHER PROPERTY ASSETS AND RIGHTS OF THE
COMPANY WHATSOEVER AND WHERESOEVER BOTH PRESENT AND FUTURE

FILE COPY



CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 04069786

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A DEBENTURE DATED THE 1st NOVEMBER 2002 AND CREATED BY GROUNDSTYLE LIMITED FOR SECURING ALL MONIES DUE OR TO BECOME DUE FROM THE COMPANY TO THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND ON ANY ACCOUNT WHATSOEVER UNDER THE TERMS OF THE AFOREMENTIONED INSTRUMENT CREATING OR EVIDENCING THE CHARGE WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 16th NOVEMBER 2002.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 19th NOVEMBER 2002.



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

JC
DX